



State of Utah
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Michael O. Leavitt
Governor

Kathleen Clarke
Executive Director

Lowell P. Braxton
Division Director

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February 13, 2002

CERTIFIED RETURN RECEIPT
7099 3400 0016 8896 4042

Mr. E.M. (Buzz) Gerick
Vice President, Operations
Western States Minerals Corporation
250 South Rock Blvd., Suite 118
Reno, Nevada 89502

Re: Contract Amendment, Western States Minerals Corporation, Drum Mine, M/027/007, Millard County, Utah

Dear Mr. Gerick:

Enclosed please find five (5) original copies of a Contract Amendment form. These copies will require appropriate signature from an authorized officer of Western State Minerals Corporation to extend the original Utah State sole source contract #006536, which has expired. Please sign the enclosed copies and return them to our office as soon as possible. Once we receive these documents, we will proceed to complete the processing of your latest request for payment.

Thank you for your assistance in this regard. Call me at (801)538-5286, if I can answer any questions in this matter.

Sincerely,

A handwritten signature in cursive script that reads "D. Wayne Hedberg".

D. Wayne Hedberg
Permit Supervisor
Minerals Regulatory Program

jb

Enclosures: 5 copies - Contract amendment

cc: Mary Ann Wright

M27-07.coverltr.doc

STATE OF UTAH
CONTRACT AMENDMENT

AMENDMENT # One To CONTRACT # 006536

TO BE ATTACHED TO AND MADE A PART OF the above numbered contract by and between the State of Utah, Division of Oil, Gas & Mining, referred to as STATE and, Western States Minerals Corporation (WSMC), referred to as CONTRACTOR. 746 560 9193 NEDRM 09 B Q

THE PARTIES AGREE TO AMEND THE CONTRACT AS FOLLOWS:

1. Contract period:

2/15/2000 (original starting date)

2/15/2001 (current ending date)

5/15/2002 new ending date

2. Contract amount:

\$210,000.00 (current contract amount)

\$ 0.00 (amendment amount)

\$210,000.00 new contract amount

3. Other changes: (attach other sheets if necessary):

Price remains unchanged. Unforeseen circumstances and weather delays prevented WSMC from completing the last phase of the contract work until this time. Final closure and reclamation of underground openings at the Drum Mine (SWEX Pit) was completed on 2/6/2002 by WSMC

4. Effective Date of Amendment: 2/15/2002

All other conditions and terms in the original contract remain the same.

IN WITNESS WHEREOF, the parties sign and cause the amendment to be executed.

CONTRACTOR

STATE


Contractor's signature
Western States Minerals Corporation

Lowell P. Braxton, Director
Division of Oil, Gas and Mining

Type or Print Name and Title

Director, Division of Purchasing

STATE

 2/13/02
For Mary Ann Wright, Associate Director - Mining
Division of Oil, Gas and Mining

Director, Division of Finance

Carl H. Roberts, Budget/Accounting Officer
Division of Oil, Gas and Mining